The **essential** program on mining and the law, taught by a distinguished faculty drawn from industry, private practice and government.

- An intensive and multidisciplinary program developed by mining lawyers and executives to provide you with a comprehensive understanding of the business risks and challenges of this vital sector
- Covers all phases from exploration through closure, including the role and rights of local communities and Indigenous people
- You will gain valuable practical strategies for managing business and legal risks across multiple jurisdictions, while building your network

Register today at: osgoodepd.ca/mining-law
Topics Include:

• Law and practice for Indigenous consultation
• Due diligence and risk assessment in the mining industry
• Global legal systems for acquiring and securing mining rights
• How to develop policies and codes of conduct to protect against risks
• The stages of mining projects and industry players
• Drafting effective international arbitration clauses
• The key issues impacting the negotiation and drafting of mining agreements
• Disclosure standards for mining projects
• Types and sources of financing for mining projects
• Methods for assessing and mitigating environmental risks
• Human Resources in mining
• Strategies for developing a comprehensive Corporate Social Responsibility program
• Anti-corruption legislation and policies; the reach of governments in enforcement
• The Extractive Sector Transparency Measures Act: what you need to know

Who Should Attend?

• Mining Lawyers in private practice
• In-house Counsel in mining companies
• Transactional, Securities, Environmental and Corporate Commercial Lawyers
• Senior Executives in mining companies
• Financial Services Executives
• Investment Bankers
• Mining Engineers
• Geologists
• Government representatives from natural resources departments
The mining business raises complex ownership, regulatory and contractual issues. If your work involves the mining sector, you need to know the industry and the law. You also need practical strategies to manage business and legal risks, often in multiple jurisdictions.

This program is developed by and for mining lawyers, industry professionals and executives. The Osgoode Certificate in Mining Law will provide you with a comprehensive understanding of the critical business and legal issues in today’s dynamic mining industry.

This is a comprehensive and practical program taught by a faculty of over 20 geologists, regulators, financiers, consultants and lawyers from private practice and industry.

The mining industry is continually looking for efficient ways to deliver essential raw materials while facing important environmental and societal challenges. Current focus areas include: corporate social responsibility, community engagement, Indigenous consultation and human rights. You will explore these topics and more throughout the program.

You will come away from this program with knowledge, strategies and tactics that you can immediately use to minimize risk and better meet or even exceed your client’s needs.
Drawing on the expertise and experience of leading mining professionals, executives and lawyers, including:

**Program Directors**

**Brian Dominique**  
Partner, Cassels Brock & Blackwell LLP

**Catharine Farrow**  
President, FarExGeoMine Ltd

**Ann Watterworth**  
Partner, Cassels Brock & Blackwell LLP

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Senior Manager, Toronto Stock Exchange

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**Michael J. Bourassa**  
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**David G. Clarry**  
Vice President, Corporate Social Responsibility, Hudbay Minerals Inc.

**Nancy Eastman**  
Fasken Martineau DuMoulin LLP

**Dr. Catharine Farrow**  
President, FarExGeoMine Ltd.

**Carole Gilbert**  
Norton Rose Fulbright

**Erik Goldsilver**  
Borden Ladner Gervais LLP

**Joel Heard**  
Osler, Hoskin & Harcourt LLP

**Kate Kempton**  
Olthuis Kleer Townshend LLP

**Christopher Langdon**  
McCarthy Tétrault LLP

**Deborah McCombe, P.Geo**  
President & CEO, Principal Geologist, RPA Inc.

**Glenn Nolan**  
VP Government Affairs, Noront Resources

**Terri-Lee Oleniuk**  
Blake Cassels & Graydon LLP

**Fred Pletcher**  
Borden Ladner Gervais LLP

**John Roberts**  
Executive Advisor, TMAC Resources Inc.

**Lawrence Devon Smith**  
Principal, Mineral Economics, Lawrence Devon Smith & Associates

**Jeffery A. Snow**  
Senior Vice President & General Counsel, IAMGOLD Corporation

**Gray Taylor**  
Gray Taylor Law

**John A. Terry**  
Torys LLP

**Craig Waldie, P.Geo**  
Senior Geologist, Corporate Finance, Ontario Securities Commission

**Ann Watterworth**  
Cassels Brock & Blackwell LLP

**Robert Wisner**  
McMillan LLP

**Richard Wong**  
Osler, Hoskin & Harcourt LLP

Register today at:  
osgoodepd.ca/mining-law
**Agenda**

In five intensive one-day modules, an expert faculty of mining lawyers and industry executives will deliver practical strategies for managing business and legal risk. The emphasis is on practical learning, and classes will be taught using a blended-delivery method that includes lectures, class discussions and case studies.

### MODULE 1

**April 1, 2019**
**8:45 a.m. to 5:15 p.m.**

This first module will provide delegates with a sound understanding of the fundamentals of mining, including: geology, resource calculations, mining exploration methods and valuations as well as the terminology used within the industry.

- Mining life cycle
- Geology
- Exploration methods and technology
- Economic overview of orebody modeling, reserves and resources
- Mining methods (surface and underground)
- Mineral processing methods and technologies
- Reclamation issues
- Mineral prices and metal revenue
- Studies and evaluations

**Stages of Mining Projects and Industry Players**

- Target area
- Obtaining right to explore
- Permitting – regulatory & community
- Project development (mine design, planning, methods)
  - feasibility studies (LOM; stages planning & design, reviews)
  - financing
  - impacts
- Mining and processing

### MODULE 2

**April 15, 2019**
**8:45 a.m. to 4:45 p.m.**

**Mining and the Human Factor**

**Assessing Risk in Mining Companies and Tools for Mitigation**

- Assessing risk and diligence
- Tools for assessing and managing risk
- Scope of risks to be assessed: reputation, social (community), health and safety, environmental; technical; geopolitical; financial/costs

**Human Resources Issues**

- International hiring and placements, multiple jurisdictions
- Community Economic Benefits
- Camp Issues: including scheduling, capacity planning, gender differences, and keeping employees engaged

- Critical policies: including substance abuse, testing, harassment, bullying
- Managing diversity and inclusion in hiring, promoting and retaining employees

**Working with Indigenous Communities: Law and Best Practices**

- Legal aspects of dealing with Aboriginal groups
- Non-Government Organizations (NGOs)
- Scope of the Crown’s duty to consult
- Indigenous concerns in exploration activities
- What is the role of the private sector in entering into private arrangements with aboriginal groups?
- Interplay of Indigenous groups and environmental issues
- Drafting and negotiating engagement and preliminary deal agreements
- Exploration Agreements under the Ontario Mining Act and Far North Act
- Structuring Impacts and Benefits Agreements

### MODULE 3

**April 29, 2019**
**8:45 a.m. to 4:30 p.m.**

**Financing Mining Projects**

**Financial Agreements**

- Joint Venture and Shareholder Agreements
- Smelting, Refining, Product Sales and Off-Take Agreements
• Royalty Agreements and Streaming Transactions

Standards of Disclosure for Mineral Projects
• Canadian regulatory landscape
• NI 43-101 – Basics
  - misconceptions
  - qualified person
• TMX – Mining disclosure
  - disclosure framework
  - NI 51-201 and TSX Company Manual
  - common disclosure issues
  - news releases
• CIM Definition Standards – 2014 revisions
• CIM Best Practice Guidelines
  - exploration
  - estimation of mineral resources and mineral reserves
• NI 43-101 – Disclosure pitfalls & case studies
  - historical estimate
  - exploration target
  - mineral resource
  - preliminary economic assessment (PEA)
  - mineral reserve
  - PEA after mineral reserves – what’s allowable?
• Forward looking information
• Website disclosure
• Technical reports – basics
• Technical reports – disclosure pitfalls & case studies
• Corporate governance – technical oversight

MODULE 4
May 13, 2019
8:45 a.m. to 4:30 p.m.
Purchasing and Operating a Mine

Preliminary Agreements and Acquisition Agreements
• Common forms
• Requirements for binding agreements

• Drafting considerations
• Sale and purchase agreements

Environmental Permitting
• Regulatory framework/legislation
• Process
• Relevant issues and considerations
• Typical grounds for legal challenge

Development, Construction and Operating Agreements
• Construction Agreements and Other Mining Agreements
• Procurement and Negotiating Agreements
• EPCM Arrangements: Challenges and Solutions
• Mining Infrastructure Challenges

MODULE 5
May 27, 2019
8:45 a.m. to 4:30 p.m.
Corporate Social Responsibility

International Dispute Resolution
• Managing litigation risk in emerging markets
• International arbitration: advantages and limitations
• Drafting effective international arbitration clauses
• Mitigating political risk through bilateral investment treaties
• Corporate structures for foreign investment protection

Corporate Social Responsibility
• Sustainability & Corporate Social Responsibility (CSR)
• Defining CSR
• Social license for permitting and operations; importance of respectful community relations and addressing socio-economic issues to offset negative impacts with benefits to community; integrating into planning from outset

Domestic and Foreign Legal Exposure to Alleged Violations of International Human Rights
• How Canadian companies can be exposed to liabilities outside of Canada
• Sources of customary international law of human rights incorporated into Canadian law
• Application of international law in Canadian domestic courts
• International human rights and class action litigation
• Case law updates

Anti-Corruption Legislation and Policies
• Anti-corruption legislation and policies, and the far reach of governments in enforcement
• Corruption of Foreign Public Officials Act (Canada); Foreign Corrupt Practices Act (U.S.); Bribery Act (U.K.)
• Maintaining high ethical standards
• Case studies

Resource Revenue Transparency Legislation
• Genesis of the Extractive Sector Transparency Measures Act (ESTMA)
  - overview
  - scope of the Act and determining if it applies to you
  - payment categories and payees
  - substitution/equivalency
  - compliance and enforcement
• Reporting
  - process and timelines
  - format
  - attestation
• Payments to Aboriginal entities

Climate Change Impact
• Managing climate risks
• Climate-related disclosures
• Physical challenges on operations
Registration Details

Fee per Delegate
$4,295 plus HST
Fees include attendance, program materials, lunch and break refreshments. Visit www.osgoodepd.ca/financial-assistance for details about financial assistance.

Program Changes
We will make every effort to present the program as advertised, but it may be necessary to change the date, location, speakers or content with little or no notice. In the event of program cancellation, York University’s and Osgoode Hall Law School’s liability is limited to reimbursement of paid fees.

Cancellations and Substitutions
Substitution of registrants is permitted at any time. If you are unable to find a substitute, a full refund is available if a cancellation request is received in writing 21 days prior to the program date. If a cancellation request is made with less than 21 days notice, a $150 administration fee will apply. No other refund is available.

For Further Program–Related Information please contact:
Stephen Ahad, Program Lawyer at 416.736.5495 or email sahad@osgoode.yorku.ca

Certificate of Program Completion
You will receive a certificate upon completion of The Osgoode Certificate in Mining Law. Participants must attend all program modules and satisfactorily pass an online exam to receive a certificate.

4 Convenient Ways to Register

Register today at:
 osgoodepd.ca/mining-law

“Deep analysis of the state of the law and great forward thinking on how the law is likely to evolve and where it is likely to get to.”

“The beauty of the mining law program is that it cuts through mining from A to Z. One would have thought it is all about law, but it handles processes, risks, markets, violations, approvals, agreements, rights, CSR, etc.”

“Excellent structure, serious knowledgeable presenters, very good overview of the issues.”

“Interesting subjects and good flow of topics. Great variety of speakers.”

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